

# **INDEPENDENT REVIEW PANEL**

## **TERMS OF REFERENCE**

21 August 2014

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**1. NAME OF PANEL**

The name of the panel is the Independent Review Panel.

**2. CURRENT TERMS OF REFERENCE PREVAIL**

This Terms of Reference document outlines the governance of the Panel and supersedes any prior terms of reference preceding 21 August 2014.

**3. DEFINITIONS**

**3.1 Definitions and interpretation**

**Applicant** means a person from the Waihi East Area who has applied for purchase of their property by the Consent Holder;

**Consent** means land use consent 202-2012;

**Consent Holder** means OceanaGold Waihi;

**Council** means the Hauraki District Council;

**Facilitator** means any person acting as facilitator of the Panel pursuant to these Terms of Reference as defined in clause 5.4(a);

**Forum** means the Waihi Community Forum which has been established under the Forum Terms of Reference;

**Forum Terms of Reference** mean the Waihi Community Forum Terms of Reference dated 21 August 2014;

**Forum Coordinator** means the Forum Coordinator of the Waihi Community Forum;

**Meeting** means any formal meeting of the Panel;

**Member** means the three members appointed by the Forum to the Panel;

**Panel** means the Independent Review Panel;

**Property Purchase Guidelines** means the guidelines dated 21 August 2014 as amended from time to time by the Forum;

**Terms of Reference** mean this document; and

**Waihi East Area** means the area defined as such in the map set out in Schedule A;

**4. PURPOSE OF THE PANEL**

**4.1 Purpose**

The Panel's functions are to:

- (a) make recommendations for the purchase of properties by the Consent Holder using the Property Purchase Guidelines to enable the Forum to carry out the functions specified in clause 4.1(a) of the Forum Terms of Reference; and
- (b) carry out the functions specified in condition 21(b) of the Consent in respect to property damage claims.

## **5. GOVERNANCE AND CONDUCT OF PANEL**

### **5.1 Membership of Panel**

- (a) The Panel shall consist of three Members from outside of the Waihi area appointed by the Forum who satisfy one or more of the following skills sets:
  - (i) experience in carrying out binding arbitration in relation to property damage claims in accordance with applicable laws;
  - (ii) knowledge of structural engineering.
  - (iii) a knowledge of New Zealand law and legal processes that apply to property,
  - (iv) an understanding of clinical psychology; and
  - (v) experience in mediation.

### **5.2 Appointment to Panel**

- (a) The Forum will advertise for Members. Members will be chosen by the Forum from the pool of applicants.
- (b) In the event of resignation or the end of a term of appointment of a Member, the Forum will follow the process set out in clause 5.2(a) to find a replacement Member.
- (c) The Forum has the right to revoke the appointment of a Member at any time and appoint a replacement using the process specified in clause 5.2(a).

### **5.3 Term of appointment and remuneration**

- (a) Members shall be appointed for a term of two (2) years by letter of appointment. The term of the appointment may be extended by mutual agreement between the Member and the Forum unless terminated in accordance with clause 5.2(c)
- (b) Members will be remunerated in accordance with their letter of appointment.

### **5.4 Positions on Panel**

- (a) A Facilitator will be appointed by the Panel from one of the Members to lead the meetings of the Panel.
- (b) The Forum Coordinator will perform the administrative functions of the Panel. They will not be a Member of the Panel or have voting rights and they will perform the following tasks:
  - (i) act as liaison between Panel and the Forum;
  - (ii) plan and book meeting venues and times for the Panel and coordinate with Panel members on their availability for these meetings;
  - (iii) prepare and gather applications or information for meetings, as advised;
  - (iv) ensure that privacy of confidential information is maintained;
  - (v) receive applications for property purchase;
  - (vi) act in an administrative capacity to enable the Panel to undertake its role; and
  - (vii) take minutes at meetings for the purpose of documenting process. Due to the confidential matters being discussed the minutes will be treated as “in committee” and will not be accessible to the public or the Forum.

## **5.5 Conflict of interest**

- (a) A conflict of interest occurs when an individual's private interest interferes (or even appears to interfere) with the interests of the Panel. Conflicts of interest, potential conflicts of interest and even the appearance of a conflict of interest must be avoided.
- (b) Member must declare to the Forum if they have an actual or potential conflict of interest regarding a matter before the Panel for discussion and recuse themselves from further discussion or decisions on this matter.
- (c) If a Member is directly financially involved in a Panel decision or if they have a direct relative involved in a Panel decision, that situation will be deemed to be a conflict of interest and that Member must not vote on or be a party to Panel discussions regarding that matter:
- (d) If the Forum becomes aware or believes that there is a conflict of interest, they will consider the circumstances and determine by voting whether there is a conflict of interest. If there is a conflict of interest, then the Member must excuse themselves from voting on and all discussions regarding that matter.

## **5.6 Confidentiality**

All information received by the Panel from the public, the Forum or the Consent Holder is strictly confidential and must not be disclosed unless written approval is obtained from the Forum. This obligation of confidentiality extends to all agendas and minutes of the Panel.

## **6. COMMUNICATION AND THE MEDIA**

### **6.1 Public statements**

The Panel must not have any dialogue with the general public or the media.

### **6.2 Panel contact point**

Post for the Panel will be sent to: The IRP Coordinator. Any question or queries can be made through writing to [wcfinformation@gmail.com](mailto:wcfinformation@gmail.com).

## **7. MEETING PROCEDURES**

### **7.1 Frequency, duration and notification of meetings**

- (a) Meetings will take place as and when required.
- (b) At the first meeting of the Panel a schedule of meetings will be agreed by the Members for the following two years.
- (c) The initial calendar of meetings will include property purchase meetings linked to the timetable for each purchase round.
- (d) If additional meetings are required then a mutually acceptable date to the Members will be chosen.

### **7.2 Quorum**

- (a) A quorum for property purchase recommendations shall be made up of all Members of the Panel.
- (b) It is expected that the three Panel members will convene in person at a mutually agreed meeting venue. In exceptional circumstances one or more Members may participate in a meeting by teleconference.

### **7.3 Forming Recommendations for property purchases**

- (a) The Panel is expected to form recommendations on property purchase using consensus amongst the three Members.
- (b) If the Panel is unable to agree unanimously, a vote may be taken which will result a majority decision. This fact is to be reported to the Consent Holder so that they are aware that there is not full agreement on a particular matter by the Panel.
- (c) It is accepted that recommendations made by the Panel are not binding on Consent Holder

### **7.4 Agenda**

- (a) Agendas are to be received at least two weeks prior to the Meeting. The Panel will prepare for the Meeting prior to attending.
- (b) Agenda items will comprise of collated applications for property purchase.

### **7.5 Minutes**

- (a) Minutes are to be circulated to the Panel members following each Meeting and confirmed at the next Meeting of the Panel.
- (b) Minutes shall provide sufficient information to support recommendations being made to Newmont on property purchase or mediation matters or to the Forum on the operation of the Panel or policy matters.
- (c) Meeting minutes are confidential and are not to be made public.

### **8. Yearly review**

On a yearly basis the Forum will review the Property Purchase Guidelines and amend as required. The Panel will cooperate fully with the Forum to answer any questions they may have about the processes utilised by the Panel to make decisions in order to assist the Forum with revising the Property Purchase Guidelines.

### **9. Rules of the panel**

- (a) These terms of reference have been approved by the meeting of the Waihi Community Forum held on 21 August 2014.
- (b) In the event that the Panel cannot perform its functions under condition 21(b) of the Consent then the Council will step in to perform mediation for property damage claims.

SCHEDULE A - MAP

